

DLA PIPER US LLP
Eric M. Falkenberry
Andrew L. Deutsch
1251 Avenue of the Americas
New York, New York 10020
(212) 335-4500
Attorneys for Plaintiff

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

PARTMINER INFORMATION SERVICES,
INC.,

Plaintiff,

-vs-

AVNET, INC., THOMAS CASEY REED,
JOHN KENNETH SHARPE, and NEIL R.
VANEK,

Defendants.

07 Civ. 11482 (LMM)

**AFFIDAVIT OF KATIE
WETHERBEE IN SUPPORT OF
MOTION FOR PRELIMINARY
INJUNCTION AND EXPEDITED
DISCOVERY**

STATE OF COLORADO)

ss:

COUNTY OF ARAPAHOE)

KATIE WETHERBEE, being duly sworn, deposes and says:

1. I am over the age of 18 and the matters that I state in this affidavit are based on my personal knowledge and the best of my recollection.

2. I worked for Avnet, Inc.'s Premiere Division ("Avnet Premiere") from January 2006 until March, 2007, at its sales office located at 12600 E. Arapahoe Road in Englewood, Colorado.

3. I worked in a support position directly for Casey Reed and the other members of his sales team, including Kenneth Sharpe and Neil Vanek. While in this position, I became very familiar with the Avnet sales and customer relationship management tools. I was the Administrator for GoldMine, a sales and customer management tool. In that role, I set up security configurations, maintained users and groups, and tracked usage. I also updated current customer information using Avnet's CARES Program, a program Mr. Reed claimed he created while at Avnet. I was also charged with training employees on the tools, programs and services that Avnet used and sold.

4. I was also responsible for distributing sales leads to the entire sales team. Sales leads identify persons or entities that are potentially interested in purchasing a business' services and is the first step in the sales process. I distributed sales leads to Mr. Reed, Mr. Sharpe and Mr. Vanek, but they primarily focused on prospects that did not come from the leads I provided. I do not know where their leads came from, but Mr. Reed, Mr. Sharpe and Mr. Vanek would enter these prospects into the pipeline report a week or two before a particular sale closed. Pipeline reports are used by the sales team to track and manage sales activity. Everyone else on the sales team had to work with their leads for a longer period of time, if not months, in order to get to the point where a deal could be potentially closed.

5. I was also the Technical Support Specialist at Avnet Premiere. In that role, I was intimately familiar with the electronic tools that Avnet offered.

6. On several occasions while I was working at Avnet Premiere, I saw on Mr. Reed's desk a detailed customer list. This list was a stapled-together printout, approximately 20

to 25 sheets long, and included customer names, customer buyer contact information, start and end dates for contracts, and renewal dates. The list was highlighted and looked like it was heavily used.

7. This customer list did not look like any Avnet list I had ever seen. I knew that it was not a list of Avnet Premiere customers because I was very familiar with most, if not all, of its customers. It could not have been any of Avnet's corporate customer lists because such electronic lists are too large to view in hardcopy, and the customers contained in them are not subscription customers. One day, I asked an Avnet sales representative named Marc Brewer if he knew anything about the list, and he responded that it was a PartMiner list that Mr. Reed had brought to Avnet from PartMiner.

8. On numerous occasions during my employment with Avnet Premiere, Mr. Reed told me and the sales team that Avnet's sales strategy consisted of targeting PartMiner customers after PartMiner had already made a proposal but before the PartMiner contract renewal date. Additionally, Mr. Vanek told me that he and Mr. Reed knew when PartMiner was closing in on a deal so that they could make a lower offer at the last minute.

9. Mr. Reed had me assist in an electronic promotional campaign in which I would send emails that were designed to convince prospects to switch from PartMiner to Avnet. In the emails, Mr. Reed claimed that PartMiner's data had integrity problems, including claims that it was out-of-date and contained bad and inconsistent information. Each of these emails would be sent to about 60 to 70 prospects.

10. I also saw over 100 emails from Mr. Reed, Mr. Sharpe and Mr. Vanek to prospects which said that they had “jumped ship” from PartMiner because of these same data integrity issues.

11. We had a small office and I could hear Mr. Reed, Mr. Sharpe and Mr. Vanek making sales calls all day long. They followed the same basic script in all of their calls. They would tell the customers that PartMiner was going out of business, and that they “jumped ship” from PartMiner due to data integrity issues, including claims that PartMiner’s data could not be trusted because it was old, not good, inconsistent, and/or bad, and that there was nothing new in the database. They also told prospects that they had 300 to 350 engineers inputting data into their parts database, and that the database was updated every night. I do not believe that these statements were true at the time they were made. I heard Mr. Reed, Mr. Sharpe and/or Mr. Vanek make at least one of these false statements about PartMiner to a customer nearly every day I worked at Avnet Promiere.

12. A man used to come meet with Mr. Reed about once or twice a month during my employment with Avnet Promiere. Mr. Vanek told me that this man worked for PartMiner and advised that the man would tell him how bad things were at PartMiner and that Avnet was succeeding in taking away a lot of accounts. Reed, Sharpe and Vanek always appeared excited by this news. After the man left, they would go into Mr. Reed’s office and shut the door for a while. A week or two after such visits, new prospects would appear in the pipeline with no indication of where the leads came from. Mr. Vanek told me that this man was giving them PartMiner information and strongly suggested that Mr. Reed was paying the man for the

information. Steve Burrell, Avnet's Business Analyst, also suggested to me that Mr. Reed paid the man for the information.

13. Sometime during the summer of 2006, I walked into Mr. Reed's office and saw him using a sales tool on his computer that I did not recognize. I asked him what it was and he said it was PartMiner's. When I asked him more about it, he said it was a demo. In my experience, demos are not interactive, but Mr. Reed was interfacing with it. When I questioned him further, he told me that it was a "different type of demo" and to shut the door on my way out of his office.

14. Mr. Vanek told me that Mr. Reed had PartMiner's electronic sales pipeline and that he took out PartMiner's data and replaced it with Avnet's data to create an identical pipeline sales tool.



KATIE WETHERBEE

Sworn to before me this
19th day of December, 2007



Notary Public

